

RECORDATION NO. 24279-A FILED

EDWARD J. RODRIGUEZ
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8 DAVIS ROAD WEST
POST OFFICE BOX 687
OLD LYME, CONNECTICUT 06371

MAR 07 '06 11-31 AM

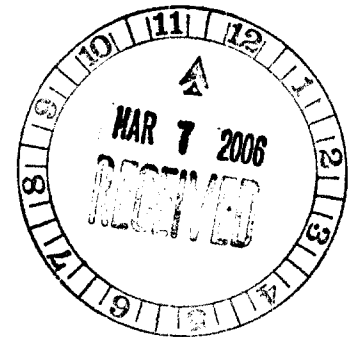
SURFACE TRANSPORTATION BOARD

TEL: (860) 434-4301
FAX: (860) 434-4306

ADMITTED IN CONNECTICUT
AND MASSACHUSETTS

February 28, 2006

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
1725 K Street N.W. Room 714
Washington, D.C. 20423



Dear Mr. Williams:

I represent Housatonic Logistics Company, LLC. Enclosed is an original and one counterpart of the document described below, to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code.

This document is a Release of Lien of Security Agreement, a secondary document as defined by the Board's Rules for the Recordation of Documents. The primary document to which this filing relates is a Memorandum of Security Agreement dated December 30, 2002 and recorded with the Surface Transportation Board on January 9, 2003 as Recordation Number 24279.

The document is dated February 21, 2006, between the following parties:

Secured Party:	The Fifth Third Bank 53 Fountain Square Plaza Cincinnati, Ohio 45263
Debtor:	Housatonic Logistics Company, LLC 8 Davis Road West P.O. Box 687 Old Lyme, Connecticut 06371

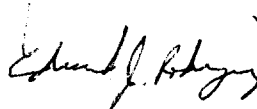
Equipment: 80 Gondola railcars with an AAR mechanical designation of GT, being all of the collateral described in the Memorandum of Security Agreement bearing Recordation Number 24279 as having various non-consecutive numbers between UPCX 96001 and UPCX 96120 which have been remarked with corresponding non-consecutive numbers between HRLX 96001 and HRLX 96120.

The filing fee of \$33.00 is enclosed. Please return the original and any extra copies not needed by the Board for recordation to:

Edward J. Rodriguez
Attorney at Law
P.O. Box 687
Old Lyme, Connecticut 06371

Summary: This document is a Release of Lien of Security Agreement.

Very truly yours,

A handwritten signature in cursive script, appearing to read "Edward J. Rodriguez".

Edward J. Rodriguez

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RELEASE OF LIEN
OF
SECURITY AGREEMENT

SURFACE TRANSPORTATION BOARD

This Release of Security Agreement (the "Release") releases the liens with respect to all of the collateral created by a Security Agreement dated as of December 30, 2002 and evidenced by a Memorandum of Security Agreement dated December 30, 2002 between THE FIFTH THIRD BANK, as "Secured Party" and HOUSATONIC LOGISTICS COMPANY, LLC, as "Debtor" and recorded with the Surface Transportation Board on January 9, 2003 as Recordation Number 24279. The collateral being released from the liens consists of 80 railcars as more particularly described in said Memorandum of Security Agreement (hereinafter, the "Released Equipment").

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, The Fifth Third Bank RELEASES any lien or other interest of Lender with respect to the Released Equipment.

This Release shall be recorded with the Surface Transportation Board.

In witness whereof, the Secured Party has caused this Release to be duly executed by its authorized officer as of the 21 day of February, 2006.

WITNESS:

THE FIFTH THIRD BANK

Randy Willoughby

By:

James A. Merz
Assistant Vice President

STATE OF OHIO)
) SS:
COUNTY OF HAMILTON)

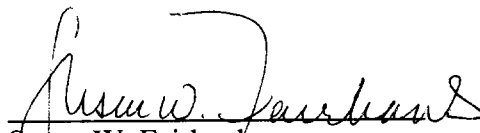
The foregoing instrument was acknowledged before me this 21 day of February, 2006, by James A. Merz, the Assistant Vice President of The Fifth Third Bank, an Ohio Banking corporation, on behalf of the said corporation.

Marsha J. Bubeck
Notary Public - Hamilton County
My Commission expires:

MARSHA J. BUBECK
Notary Public, State of Ohio
My Commission Expires Oct. 29, 2010

CERTIFICATION

I, Susan W. Fairbanks, a Notary Public for the State of Connecticut, do hereby certify that I have compared the attached copy of a Release of Lien of Security Agreement dated February 21, 2006, between The Fifth Third Bank and Housatonic Logistics Company, LLC and find it complete and identical in all respects to the original document.


Susan W. Fairbanks
Notary Public
My Comm. Expires: 7/31/06

Seal: